

UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

CONNECTICUT RETIREMENT PLANS)	
AND TRUST FUNDS, NORTH)	Case No.: 4:12-cv-1272
CAROLINA DEPARTMENT OF STATE)	
TREASURER, PUBLIC EMPLOYEES')	
RETIREMENT ASSOCIATION OF)	
COLORADO, and CITY OF)	
PHILADELPHIA BOARD OF PENSIONS)	
AND RETIREMENT,)	
Plaintiffs,)	
)	
v.)	
)	
BP p.l.c., BP AMERICA INC., BP)	
EXPLORATION & PRODUCTION INC.,)	
ANTHONY B. HAYWARD, DOUGLAS)	
SUTTLES, H. LAMAR MCKAY,)	
BYRON E. GROTE, DAVID RAINY,)	
ROBERT DUDLEY and ROBERT)	
MALONE,)	
)	
Defendants.)	
)	
)	
In re BP p.l.c. Securities Litigation)	MDL No. 2185
)	
)	Hon. Keith P. Ellison

STIPULATION AND ORDER

WHEREAS, on April 20, 2012, Plaintiffs commenced the above-captioned action in this Court;

WHEREAS, the parties have conferred and agreed upon a schedule for Plaintiffs to file an amended complaint and for Defendants to answer, move to dismiss or otherwise respond to that amended complaint;

WHEREAS, there are no pending dates set by the Court that would be affected this extension;

THEREFORE, IT IS STIPULATED AND AGREED by and between the undersigned parties:

1. The undersigned counsel for Defendants agree to accept service of the complaint on behalf of Defendants, without waiving any defenses other than failure of service of process, and specifically preserving the defense of lack of personal jurisdiction.

2. Plaintiffs agree that Defendants need not respond to the complaint.

3. Plaintiffs shall have 90 days from the entry date of this Stipulation and Order in which to file an amended complaint.

4. Plaintiffs further agree that Defendants shall have 60 days from the filing of the amended complaint in this action to answer, move to dismiss or otherwise respond to that amended complaint. If Defendants move to dismiss the amended complaint, Plaintiffs' opposition to that motion shall be due within 60 days of the filing of the motion and Defendants' reply in further support of their motion shall be due within 40 days of the filing of Plaintiffs' opposition.

5. BP p.l.c., BP America Inc. and BP Exploration & Production Inc. will make available to Plaintiffs all documents and other discovery produced by any BP entity in *In re Oil Spill by the Oil Rig "Deepwater Horizon" in the Gulf of Mexico, on April 20, 2010, MDL 2179* (E.D. La.) ("MDL 2179"), and will not object to Plaintiffs gaining access to all documents and discovery produced by other parties in MDL 2179, on substantially the same terms as governs the use of those documents by plaintiffs in MDL 2179.

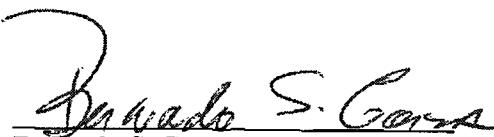
6. Plaintiffs may attend and shall have an opportunity to examine deponents in all depositions of any witness taking place in MDL 2179, so long as Plaintiffs have access to all discovery produced by any BP entity in MDL 2179.

7. Plaintiffs shall not seek additional depositions of any witness already deposed in MDL 2179, except if after the Court rules on Defendants' anticipated motion to dismiss and denies said motions and Plaintiffs have reasonable grounds to seek to re-depose a witness, the parties shall meet and confer about whether a witness may be re-deposed or, if the parties cannot agree, Plaintiffs may apply to the Court for leave to conduct an additional deposition of any such witness on matters not covered by the previous deposition(s) upon a showing of reasonable cause.

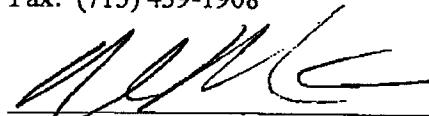
8. Except with respect to obtaining any discovery provided in the putative federal securities class action, *In re BP Securities Litigation*, MDL 2185 (S.D. Tex.), and participating in any depositions taken in that action, Plaintiffs will not seek additional discovery beyond that set forth above until the Court rules on Defendants' anticipated motion to dismiss or unless otherwise Ordered by the Court.

Dated: May 16, 2012

STIPULATED AND AGREED:

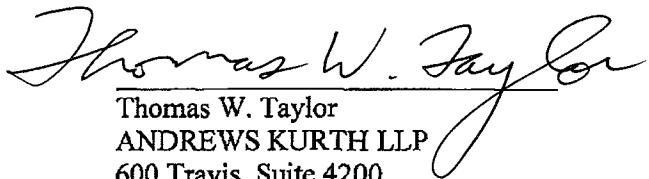


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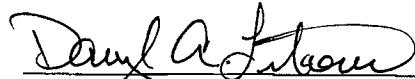


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Attorneys for Defendants

IT IS SO ORDERED.

Signed: May __, 2012

HON. KEITH P. ELLISON
UNITED STATES DISTRICT JUDGE